

UNITED STATES BANKRUPTCY COURT
Northern District of California, Oakland Division

In re: NATURAL WONDERS, INC., a Delaware corp., Debtor and Debtor-in-Possession, <hr style="width: 30%; margin-left: 0;"/> In re: WORLD OF SCIENCE, INC., a New York corp., Debtor and Debtor-in-Possession.	<p style="text-align: center;"><u>BALLOT FOR ACCEPTING OR REJECTING DEBTORS' JOINT PLAN OF REORGANIZATION</u></p> <p><u>IMPORTANT: BALLOTS MUST BE RECEIVED BY CLAIMTRACK BY 5:00 P.M. PDT ON _____.</u></p>
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Natural Wonders, Inc. and World of Science, Inc. filed a Joint Plan of Reorganization dated April 16, 2001 (the "Plan") in these jointly-administered Chapter 11 bankruptcy cases. The United States Bankruptcy Court for the Northern District of California has approved the Debtors' Joint Disclosure Statement with respect to the Plan (the "Disclosure Statement"). The Disclosure Statement provides information to assist you in deciding how to vote your Ballot. The Court's approval of the Disclosure Statement does not indicate the Court's approval of the Plan.

If you do not have a copy of the Disclosure Statement or the Plan, you may obtain a copy from:

_____.

You should review the Disclosure Statement and the Plan before you vote. You may wish to seek legal advice concerning the Plan and your classification and treatment under the Plan.

If your Ballot is not signed and received by the Ballot Tabulator, FIRST UNION NATIONAL BANK, CLAIMTRACK SERVICES GROUP, ATTN: NATHAN WEIL III, 210 N. RIDGECREST LANE, SUITE 100, JACKSONVILLE, FL 32259; PHONE: (904) 367-4140; FAX: (904) 367-4143 ("ClaimTrack") (a pre-addressed envelope is provided to you), on or before _____ AT 5:00 P.M. PDT, YOUR VOTE WILL NOT COUNT as either an acceptance or rejection of the Plan. Unsigned Ballots will not be counted. Ballots that are signed but DO NOT designate ACCEPTANCE or REJECTION of the Plan WILL BE DEEMED ACCEPTANCES of the Plan. If the Plan is confirmed by the Bankruptcy Court, IT WILL BE BINDING ON YOU WHETHER OR NOT YOU VOTE.

This Ballot also provides for an election to be included in Convenience Claims Class 3A or Class 3B; **if you choose to have your claim reduced to be included in either of these Convenience Classes, please make your election in the appropriate box.**

ACCEPTANCE OR REJECTION OF THE DEBTORS' PLAN

Please place a check (T) in the box to elect the appropriate Classification of your claim, and if a vote is required of you, state the amount of your Claim as you filed it with the Court or as Scheduled by the Debtors:

UNCLASSIFIED CLAIMS:

ADMINISTRATIVE EXPENSES Claim (a) for costs and expenses of administration of the Reorganization Cases incurred prior to the Effective Date and allowed under sections 503(b) or 507(b) of the Code, including all fees accrued or payable through the Effective Date under 28 U.S.C. Section 1930 and allowed by Final Order, (b) Allowed Reclamation Claims, and (c) the fees and costs of Professional Persons incurred after the Effective Date in connection with the preparation and approval of their final applications for compensation and reimbursement of expenses through the Effective Date.

PRIORITY TAX CLAIMS Claims of taxing authorities entitled to priority under 11 U.S.C. § 507(a)(8)

[THESE UNCLASSIFIED CLAIMS ARE UNIMPAIRED AND ARE DEEMED TO HAVE ACCEPTED THE PLAN --NO VOTE REQUIRED.]

CLASS 1 - PRIORITY CLAIMS (NON-TAX):

Claims of employees for wages, vacation, severance, employee benefits entitled to priority and consumer deposits under 11 USC §§ 507(a)(3), (4), (6) [but not tax claims under 11 U.S.C. § 507(a)(8)]

[CLASS 1-PRIORITY CLAIMS ARE UNIMPAIRED AND ARE DEEMED TO HAVE ACCEPTED THE PLAN--NO VOTE REQUIRED.]

G CLASS 2 - GENERAL UNSECURED CLAIMS:

Claims other than an Administrative Expense, a Priority Claim, a Priority Tax Claim, or a Convenience Claim (Type A or Type B).

G ACCEPTS PLAN

G REJECTS PLAN

YOUR CLAIM AMOUNT \$_____

If you elect to reduce your unsecured claim for participation in either Convenience Class Type 3A or 3B, place a check (T) in the box below and fill in the amount of your original Claim as filed with the Court or Scheduled by the Debtors.

G CLASS 3 A - CONVENIENCE CLAIMS - TYPE A:

(i) Claims in amounts less than or equal to \$500, or (ii) Claims which are voluntarily reduced to \$500. (If you hold an Allowed Claim over \$500, you may elect to reduce your Allowed Claim to \$500 and have it treated as a Convenience Claim - Type A, thereby receiving full payment of your \$500 Allowed Claim on the Effective Date of the Plan^{1/}, or if later, when your Claim becomes Allowed). If you elect treatment under this Convenience Class Type 3A, you waive all rights to participate in any other Class of Claims under the Plan.

Your Original Claim Amount \$_____

[CONVENIENCE CLAIMS CLASS 3A ARE UNIMPAIRED AND ARE DEEMED TO HAVE ACCEPTED THE PLAN -- NO VOTE REQUIRED.]

G CLASS 3 B - CONVENIENCE CLAIMS - TYPE B:

(i) Claims in amounts greater than \$500 but less than \$2,500, or
(ii) Claims in amounts greater than \$2,500 which are voluntarily reduced to \$2,500. (If you hold an Allowed Claim in excess of \$2,500, you may elect to reduce your Allowed Claim to \$2,500 and have it treated as a Convenience Claim - Type B, thereby receiving 50% of your \$2,500 Allowed Claim, up to a maximum of \$1,250, on the Effective Date of the Plan^{1/}, or if later, when your Claim becomes Allowed). If you elect this Convenience Class Type 3B, you waive all rights to participate in any other Class of Claims under the Plan.

Your Original Claim Amount \$_____ (If Allowed Claim is in excess of \$2,500, it will be reduced to \$2,500.)

G ACCEPTS PLAN

G REJECTS PLAN

CLASS 4 - EQUITY INTERESTS

Equity security, as defined in 11 USC§ 101(16).

[CLASS 4 - EQUITY INTERESTS ARE UNIMPAIRED AND ARE DEEMED TO HAVE ACCEPTED THE PLAN--NO VOTE REQUIRED.]

Dated: _____

(Print name of Claimant company or individual)

(Signature of individual signing on behalf of Claimant & Title)

Address: _____

^{1/} On the Effective Date of the Plan, or as soon as practicable thereafter.

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